

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF IOWA**

In re:)	
)	Chapter 11
MERCY HOSPITAL, IOWA CITY, IOWA, <i>et al.</i> ,)	
)	Case No. 23-00623 (TJC)
Debtors.)	
)	(Jointly Administered)
)	
)	Objections Due: March 20, 2024 at 4:00 p.m.
)	Hearing Date: <i>Only if objections are filed</i>

**SECOND INTERIM APPLICATION OF CUTLER LAW FIRM, P.C. FOR
ALLOWANCE OF COMPENSATION OF ATTORNEYS FEES AND COSTS FOR
ASSOCIATE COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF MERCY HOSPITAL, IOWA CITY, IOWA
FOR PERIOD NOVEMBER 1, 2023 THROUGH AND INCLUDING MARCH 4, 2024**

The Cutler Law Firm, co-counsel to the Official Committee of Unsecured Creditors of Mercy Hospital, Iowa City, Iowa, respectfully submits the within Second Interim Application for Allowance and Payment of Attorney Fees and Costs, and respectfully represents as follows:

1. Cutler Law Firm, co-counsel to the Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-captioned bankruptcy case of Mercy Hospital, Iowa City, Iowa, et. al. (the “Debtors”), hereby seeks payment for services rendered and expenses incurred from November 1, 2023 through March 4, 2024.
2. Pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, the payments sought by this second interim application are 80% of fees for services rendered and 100% of expenses. For the time period November 1, 2023 through and including March 4, 2024, counsel seeks allowance of \$30,708.00¹ for services rendered and \$364.34 for reimbursement of expenses.
3. All services for which compensation is requested were performed for and on behalf of the Official Committee in connection with its duties under Chapter 11 of the Bankruptcy Code, and not on behalf of any other person or entity.
4. Jurisdiction is proper under 28 U.S.C. § 1334. This is a court proceeding under 28 U.S.C. § 157(b)(2)(A) & (B).
5. All services rendered as associate counsel for the Official Committee for which compensation is sought were actual and necessary for the advancement of the Client’s interest. This is an interim request for services from November 1, 2023 through March 4, 2024. Services that have been performed since that time will be included in further application.
6. The professional services that Cutler Law Firm, P.C. has provided in this Chapter 11 case include: all requirements required of associate counsel pursuant to local rules, review applicable pleadings and deadlines, correspondence with Official Committee counsel are requirements and strategy surrounding position of the Official Committee, in-person and

¹ The total amount of fees for services rendered during the specified time period was \$38,385.00

telephonic attendance at hearings, all such identified services limited in nature to that required to best serve the Official Committee.

7. The allowance sought by your applicant is for reasonable compensation for reasonable and actual and necessary services rendered as associate counsel for the Official Committee, the time, nature and extent which are set forth in the detailed statement attached hereto as Exhibit "A", and by this reference made a part hereof.
8. There is neither sharing, nor any agreement or other understanding between applicant and any other persons concerning sharing of fees, other than perhaps regular practicing attorneys engaged with Mr. Gainer in the practice of law as partner or associate; and that said compensation is for services actually rendered in this proceeding.
9. On November 9, 2023, Robert C. Gainer filed his First Interim Application for Compensation for attorney fees and reimbursement of expenses in the total amount of \$23,064.79, for the time period August 22, 2023 through October 31, 2023 (Docket No. 492).
10. The reasonable value of the services performed by Cutler Law Firm, P.C., on behalf of the Official Committee, for the time period November 1, 2023 through March 4, 2024, as set forth in Exhibit "A", and pursuant to the Order, is \$30,708.00 for services rendered and \$364.34 for reimbursement of expenses.
11. A declaration of Robert Gainer, supporting the application, is enclosed as Exhibit "B".

WHEREFORE, Applicant, Cutler Law Firm, P.C. attorney Robert C. Gainer, prays that an allowance be made to him in the amount of \$31,072.34 for services and expenses by Robert C. Gainer; and for any other relief this court deems just and equitable.

Respectfully Submitted,

/s/ Robert C. Gainer

Robert C. Gainer IS9998471

CUTLER LAW FIRM, P.C.

1307 50th Street

West Des Moines, Iowa 50266

Telephone: 515-223-6600

Facsimile: 515-223-6787

E-mail: rgainer@cutlerfirm.com

CO-COUNSEL FOR THE OFFICIAL

COMMITTEE OF UNSECURED CREDITORS

CERTIFICATE OF SERVICE

I hereby certify that on March 6, 2024 the foregoing instrument was filed electronically with the Clerk of Court using the CM/ECF system which sent notification of such filing to all registered users party to this proceeding, including the United States Trustee.

/s/ Stephanie Newton

Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
 000001 Mercy Hospital, Iowa City, Iowa, et al
 000

11/01/2023 - 03/04/2024
 Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
11/1/2023	RCG	Review Court Order granting Motion to Extend Deadline for Objections (.1); Review Proceeding Memo and Order surrounding Motion to Establish Official Committee of Pensioners (.1); Review correspondence from Andrew Sherman on on-going negotiation with Preston Hollow (.1); Review proposed Final Cash Collateral Order (25 pages) not an issue relative to 506(c) waiver, definition of trustee adequate protection collateral, and notes on same (.4); Prepare correspondence to Andrew Sherman on extent of lien issued to Preston Hollow [paragraph 4(c)] (.1).	0.80	\$280.00
11/2/2023	RCG	Review Notice to Chapter 12 Trustee remaining for 2023, against plan requirements (.2); Review correspondence from Steve on question surrounding payoffs (.1); Phone call from Andrew Sherman on considerations relative to objections, master trustee reservation of rights and requirements for production (.1); Prepare correspondence to Andrew Sherman on proposed first amended witness and exhibit list, incorporating referenced Debtor's documents & witnesses and enclosed witness and exhibit list (.3); Review correspondence from Andrew Sherman on proposed objection to final cash collateral order relative to specific arguments on 506(c) surcharge, extension of Petition date security interest beyond established production, and notes on same relative to case loss cited (8th Circuit) (.8); Review correspondence from Andrew Sherman on proposed witness and exhibit list, and amendments thereto for finalization.	1.70	\$595.00
11/3/2023	RCG	Review correspondence from Roy Leaf, Counsel for Debtor, on proposed Orders and reservation of rights (.1); Review Mercy proposed Sale Order (45 pages), notes on failure to address OUCC preliminary objections and concerns on enhancement of master trustee position (.9); Review proposed Final Cash Collateral Order, against prior draft as submitted for Committee review (low budget affixed) (.6); Participate in Committee conference surrounding sale motion, potential objection, and strategy considerations (.5); Phone call with Andrew Sherman on delegation of efforts, proposed filing, and considerations on pensioners (.1); Prepare correspondence to Paula Roby, Counsel for Mercy Pensioners, on proposed objection, and consideration of pensioner position (.2); Review correspondence from Narendra Ganti on proposed cash collateral budget and enclosed budget against proposed Order; Review correspondence from Michael Savetsky, surrounding objection to proposed Final Cash Collateral Order and Exhibits A and B (.5); Review correspondence from Michael Savetsky surrounding Declaration of Narendra Ganti & Declaration (.2); Finalize document in conformance with Local Rules on Committee objection and Declaration thereto (.3).	3.60	\$1,260.00
11/4/2023	RCG	Review reservation of rights by secured bondholder representatives (.2); Cursory review of exhibits A through F relative to securitization, obligation, and entitlement to position asserted by bondholders (1.1); Review master trustee reservation of rights (.1); Review exhibit list proposed by master trustee (.1); Review Notice of revised list of ordinary course of professionals and enclosed document identifying same (.2); Review Debtor's statement and notice of reservation of rights (.1); Review McKesson Corporation supplemental response to Sale Motion (.1); Review exhibit list filed by McKesson Corporation, and exhibits thereto filed on the Docket (.9); Review court correspondence on Committee objection to sale (.1); Review court Orders granting Pro Hac Appearances (.2); Review objection to Debtor's list of contracts available for assumption filed by Steindler (.2); Review objection of Kronos to Debtor's Notice of Assumption and Assignment (.1); Review Order establishing Official Committee of Pensioners (.1); Review additional Notices filed on behalf of Kronos & Iowa City Ambulatory Surgical Center (.1).	3.60	\$1,260.00
11/5/2023	RCG	Review Response filed by Iowa/Johnson County Surgeon Investors relative to reservation of rights and requirement on revised executory contract notice (.2); Review status report filed by Debtor surrounding Motion to Enforce Automatic Stay (.1); Review report and exhibits on avoidance actions (.2); Review Declaration of Mark Toney in support of Debtor's proposed sale and cursory review of enclosed transcripts (.5); Review amended exhibit list of Preston Hollow (.1); Review Motion in Limine surrounding testimony of Narendra Ganti (.2); Review response to OUCC Objection filed by bondholders and exhibit thereto (.4); Review U.S. Trustee Notice of Appointment of Pensioners Committee; Review correspondence of Andrew Sherman surrounding negotiations with Debtor and Preston Hollow.	1.90	\$665.00
11/6/2023	RCG	Roundtrip travel to/from Cedar Rapids for Hearing on: Sale Order, Cash Collateral, and Settlement	4.90	\$1,715.00

Document Page 5 of 16
Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		with Foundation (4.8); Pre-hearing communications with Andrew Sherman, Attend Hearing on: Sale Order, Cash Collateral, and Settlement with Foundation, and post-Hearing conference with Preston Hollow counsel on negotiations (2.5).		
11/7/2023	RCG	Review correspondence from Roy Leaf on proposed Orders: Order re 9019 settlement (compiled) (.2); Review Proposed Sale Order (compiled) against docket #441 (.7); Review Proposed Order re: Cash Collateral (2nd Interim) (.3); Review correspondence from Andrew Sherman on evaluation of remaining assets and path to plan, and enclosed documents.	1.40	\$490.00
11/8/2023	RCG	Review court received exhibit list (.1); Review court Notice canceling hearing and Proceeding Memo on 11/6/23 Hearing (.2); Review Court Orders granting Motions on: Motion to Extend Deadline on Fee Objection, Order Approving Sale, and Order Approving Settlement (.2); Review Court Order granting OUCC request for Order establishing information sharing procedures (.1); Review Interim Order authorizing use of cash collateral (.2); Review U.S. Trustee objection to Application for Fees (.2); Prepare correspondence to Co-counsel surrounding references within objection, and position on Local Practice given considerations on complexity and blended rate (.2); Review correspondence from Narendra Ganti on fee applications.	1.30	\$455.00
11/9/2023	RCG	Review correspondence from Greg Kopacz on Sills Cummis' fee applications and statement on necessary edits (.1); Review proposed requests, and enclosed invoices, against Court Order establishing reimbursement of expenses of professionals (Docket 224), and for conformance with Local Practice and In Re: Pothoven, and amend to conform with same and prior U.S. Trustee's Objection to Debtor counsel fee application (.7); Review Application to Employ filed by Pensioners Committee (.1); Review Declarations filed by Deloitte Tax relative to disinterestedness (.1); Review correspondence from Narendra Ganti on proposed fee application, and on communication from Andrew Sherman, revise in conformance with Local Rules; Review court correspondence on filed fee applications for: Sills Cummis, FTI, and Cutler (.2); Prepare correspondence surrounding filed Application, and applicable objection deadline given court closure (.1); Review correspondence from Committee surrounding fee applications.	1.70	\$595.00
11/10/2023	RCG	Phone call from Eashaan Vajpeyi, Medical Malpractice Counsel, on question surrounding claims, reorganization and applicable deadlines.	0.20	\$70.00
11/11/2023	RCG	Review second Application for Compensation of Nyemaster Goode and bar date on same (.2); Review second Application for Compensation by McDermott Will & Emery, Withdrawal, revised filing & bar date, and notes on deadline, stint of request and thoughts on application (.3).	0.50	\$175.00
11/14/2023	RCG	Review Ombudsman report (.1); Review Order of Approving Ombudsman Payment Application (.1); Review Court Order granting application to employ counsel to the Official Committee of Pensioners (.1); Phone call from Paula Roby, Counsel for Official Committee of Pensioners, relative to case background, considerations on constituencies, and requirements moving forward given sale.	1.00	\$350.00
11/16/2023	RCG	Review Application for Compensation of H2C Securities, noting consistency on request against retention, and bar date on same; Review Court Order setting Hearing on Application for Compensation (.1); Review compensation report of ToneyKorf Partners and attendant exhibits relative to requests (.2).	0.50	\$175.00
11/22/2023	RCG	Review Declaration of Ordinary Course of Professional (DDO USA) (.1); Review monthly operating report filed by Mercy (month ending October 31) against September report relative to cash positions and disbursements (.2).	0.30	\$105.00
11/23/2023	RCG	Review Debtor's Motion to Continue matter set for November 28, 2023 (.1); Review correspondence from Roy Leaf, Debtor Counsel, on proposed Order and enclosed Order (.1).	0.20	\$70.00
11/24/2023	RCG	Review correspondence from Andrew Sherman addressing: challenge investigations to bondholder's asserted liens and affirmative claims against Preston Hollow, proposed plan considerations, analysis of Foundation funds, and marketing of remaining assets, and prepare responsive correspondence to Andrew Sherman addressing: Pensioner outreach, plan term sheet and 8th Circuit-local practice considerations (.3); Review Mercy Iowa analysis summary prepared relative to Foundation financial analysis funding (Getzler report) (.4); Review Mercy plan term sheet (privileged and confidential) relative to implementation, covenants & post-confirmation considerations, against 8th Circuit requirements and local practice on third party releases & indemnification provisions, and notes on same (.6); Review U.S. Trustee comment surrounding Motion to Extend Time to Object (.1); Review Court Order granting Debtor's Motion to Continue (.1).	1.50	\$525.00

Document Page 6 of 16
Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
11/25/2023	RCG	Review correspondence from Andrew Sherman addressing term sheet and indemnification language.	0.10	\$35.00
11/28/2023	RCG	Review U.S. Trustee's Objection to Fee Application of McDermott Will & Emery (17 pages) (.2); Review Third Application for Compensation of Nyemaster Goode Law Firm, and Notice of Bar Date for Objections noting deadlines (.2); Review Third Application for Compensation of McDermott Will & Emery and Notice of Bar Date for Objections and applicable deadlines (.2); Review correspondence from Jacob Park, FTI Consulting, surrounding proposed fee application (.1); Review proposed application against Local Practice requirements and supporting exhibits (.3); Prepare correspondence to Jacob Park addressing considerations relative to Pothoven (.2); Review correspondence from Adam Saltzman, FTI Consulting, on proposed Committee update and enclosed confidential collateral analysis & fee study, and notes on same; Participate in Committee conference call addressing negotiations with Debtor, considerations on recovery (preliminary), and strategy on same.	2.60	\$910.00
11/29/2023	RCG	Review correspondence from Andrew Sherman addressing comments to term sheet, yesterday's meeting (.1); Review redline plan term sheet provided by Debtors & Bondholders, noting certain issues (.3); Prepare correspondence to Andrew Sherman addressing revised redline plan term sheet, consideration on Committee conference comments (yesterday), and questions (.2); Review correspondence from Jake Park, FTI Consulting, on question surrounding interim retainment of professionals fee application, review Docket 144 & Order on same, and prepare responsive correspondence and exchanges thereon; Review Motion to Extend Time to Assume or Reject Unexpired Leases and proposed Order; Upon review of call notes with Committee, phone conference with Andrew Sherman & Boris Mankovetskiy, related to potential causes of action (Iowa Law based) against Preston Hollow and considerations relative to mediation.	1.40	\$490.00
11/30/2023	RCG	Review correspondence from Andrew Sherman surrounding professional compensation, and prepare correspondence to Dan Simon & Roy Leaf, Debtor Counsel, surrounding requirements relative to Court Order on interim compensation procedure; Review Application for Compensation of Patient Care Ombudsman, and Order setting bar date on same (.2); Review Notice of Hearing on Final Cash Collateral Order (.1); Review Order extending time on ability to assume or reject contracts (.1).	0.60	\$210.00
Total Fees: 11/2023			29.80	\$10,430.00
12/1/2023	RCG	Communications with Paula Roby, Counsel for Pensioners, surrounding the Pensioners interest, Committee, and case considerations.	0.40	\$140.00
12/2/2023	RCG	Review Notice surrounding first meeting of creditors (.1); Review Notice of Hearing on Final Cash Collateral Order, Cash Management Order and Reconsideration Motion (.1).	0.20	\$70.00
12/5/2023	RCG	Review Debtors' exhibit and witness list (.1); Review Bondholders' witness and exhibit list (.2); Review Motion to Extend Exclusivity Period provided by Debtor, and attendant Case Authority cited therein with notes surrounding requested extension and proposed Order (.6); Review correspondence from Roy Leaf, Debtor Counsel, surrounding hearing considerations, and exchanges with Andrew Sherman on same; Prepare correspondence to Andrew Sherman on Committee witness and exhibit list, and exchanges thereon surrounding Local Rules and necessary witnesses (.3); Prepare witness and exhibit list for Committee with applicable reservations (.4); Review court correspondence on witness and exhibit list (.1); Prepare correspondence to Andrew Sherman on witness and exhibit list, requirements of Committee relative to production of evidence, and considerations relative to Local Rule (.2).	2.20	\$770.00
12/6/2023	RCG	Review correspondence from Peter Chalik surrounding Bondholders witness and exhibit list (.1); Review Bondholders witness and exhibit list and cursory review of exhibits A-T, with notes on Committee follow up & preliminary objections (1.1); Prepare correspondence to Andrew Sherman surrounding applicable deadlines under Local Rules, and exhibits offered by Bondholders (.2); Review correspondence from Roy Leaf, Debtor Counsel, surrounding proposed Order, amendments to Exclusivity Period Order, and enclosed proposed Orders (2).	1.60	\$560.00
12/7/2023	RCG	Review Agreed Motion of Debtors and Humana surrounding late filed proofs of claim; Phone call with Andrew Sherman, surrounding: term sheet, negotiations with Debtor, communications with Pensioners, and complaint (draft) relative to information production and position surrounding Iowa requirements on COA's (.3); Review correspondence from Andrew Sherman surrounding claims	1.30	\$455.00

Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
 000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
 Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		overview, strategy, and evaluation of terms (.1); Review redline term sheet (.1); Review Complaint for Declaratory Relief, and notes on Iowa specific considerations (.6).		
12/8/2023	RCG	Review correspondence from Narendra Ganti, FTI Consulting, surrounding FTI updated collateral analysis, and notes on same (.3); Participate in Committee call surrounding negotiation, outstanding assets, proposed complaint, and strategy (.9); Prepare correspondence to clerk surrounding outstanding Order on Committee Motion for procedure establishing information dissemination; Review Objection by Bondholders to Motion for Extension of Exclusivity, and notes on arguments surrounding analysis relative to Local Practice.	1.70	\$595.00
12/9/2023	RCG	Review correspondence from Andrew Sherman on proposed revisions to term sheet, and enclosed document (.3); Review correspondence with Committee relative to communications to bondholders & Debtor's counsel, and next steps and applicable deadlines (Challenge) (.1).	0.40	\$140.00
12/10/2023	RCG	Review Notice of Hearing on Objection of Contract Counter-parties to Sale Order and Exclusivity Motion (.1); Review Declaration regarding ordinary course of professional (.1).	0.20	\$70.00
12/11/2023	RCG	Review correspondence from Andrew Sherman surrounding settlement negotiations and applicable extension, and exchanges with Committee on same.	0.20	\$70.00
12/12/2023	RCG	Review correspondence of Kaitlin Walsh, Counsel for Bondholders, relative to production of documents in conformance with informal discovery requests, and exchanges thereon with Andrew Sherman surrounding extension of deadlines relative to Challenge, and final cash collateral hearing (.2); Review correspondence from Dan Simon, Counsel for Debtor, on procedure and agreement (.1); Review Objection to Debtor's Third Monthly Fee Application.	0.50	\$175.00
12/13/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, addressing cash collateral extensions stipulation and agreement and enclosed document and applicable deadlines; Review correspondence from Andrew Sherman on proposed redline changes to stipulation and agreement on cash collateral and edit (.1); Review exchanges with Debtor Counsel, Roy Leaf, Bondholder Counsel, Kaitlin Walsh, and bondholder-edited document; Review correspondence from Andrew Sherman on stipulation with parties, procedure and enclosed document, with considerations on delegation of efforts.	0.60	\$210.00
12/14/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, on requirements relative to motion, and exchanges with Andrew Sherman on same.	0.20	\$70.00
12/15/2023	RCG	Review correspondence from Greg Kopacz surrounding fee application of Sills Cummis, and review proposed Application, revise to conform with Local Rules and In re Pothoven (.4); Review correspondence from Neehandra Ganti, FTI Consulting, on fee application of FTI, and review proposed Application, revise to conform with Local Rules and In re Pothoven (.3); Prepare Notice of Bar Date with applicable deadlines for FTI (.2).	0.90	\$315.00
12/17/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, surrounding proposed Order between Debtors Everbank, and the University resolving Everbank's Motion for Reconsideration (.1); Review proposed Order granting hearing adjournment, and proposed Stipulated Order resolving Everbank's reconsideration motion and enclosed Notice & Amended Schedule 3.8(b) (21 pages) (.4); Review correspondence from Megan Preusker surrounding consent of bondholders and enclosed document.	0.60	\$210.00
12/19/2023	RCG	Review court correspondence on Third Application for Compensation of Creditor Committee Counsel, Creditor Committee Financial Advisor, and bar dates on same (.3); Review Fourth Application for Compensation of Nyemaster Goode, and Notice setting bar date for objections thereto (.2); Review Fourth Application for Compensation of McDermott Will & Emery, and Notice of bar date setting objections thereto (.2); Review Notice of First Quarterly Statement of ordinary course of payments (.1); Review Debtor's Expedited Motion to Adjourn Hearing and proposed Order on same (.2); Prepare correspondence to Andrew Sherman addressing filings and requirements of counsel relative to adjourned hearing and compensation (.1).	1.10	\$385.00
12/20/2023	RCG	Review Order granting Second Monthly Application for Compensation of Patient Care Ombudsman (.1); Review Notice Setting Bar Date for fee application of H2C Securities (.1); Review Court Order surrounding contract objections to sale & Cash Collateral Motion & Exclusivity Motion and applicable deadlines (.1).	0.30	\$105.00
12/22/2023	RCG	Review correspondence from Roy Leaf, Debtor Counsel, addressing Mercy rate increase; Review correspondence of Megan Preusker, Counsel for Preston Hollow, surrounding proposed plan term	2.50	\$875.00

Document Page 8 of 16
Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		sheet and redline and notes on same, and responsive correspondence of Andrew Sherman addressing proposed agreements (.3); Review correspondence of Andrew Sherman on Committee communication and enclosed documents (.1); Participate in conference with counsel for Bondholders, and counsel for Debtor, surrounding considerations on plan, negotiations, and term sheet (1.9); Phone call with Andrew Sherman on communications, next steps and requirements of Committee (.1).		
12/24/2023	RCG	Review Monthly Operating Report, and attendant schedules, relative to operating revenues and considerations against waterfall.	0.30	\$105.00
12/26/2023	RCG	Review correspondence from Patrick Magallanes, Committee Chair, on considerations relative to lead-in to bankruptcy, and enclosed documents.	0.20	\$70.00
12/30/2023	RCG	Review correspondence from Roy Leaf, Debtor's Counsel, on Motion for Authority to Settle Employee Bonuses and enclosed Motion, exhibit, and proposed Order (.3); Review responsive correspondence of Nathan Coco, Bondholder Counsel, addressing same (.1); Review statement of Chapter 11 Monthly Operating Report filed by claims agent (.1); Review amended schedules filed by Debtor, and attendant statement of limitations and disclosures (Schedules A/B, E/F, G) (37 pages) against originals relative to Additions, and notes on same; Review U.S. Trustee Objection to Application for Compensation of McDermott Will & Emery (.1); Review Notice of Appearance filed by Stryker Corporation as Creditor (.1); Review Notice of Assumption of Assignment of Executory Contracts Bar Date and applicable deadlines (.1); Review Notice of Compensation Report of ToneyKorf Partners (.2); Review Third Notice of Patient Care Ombudsman Report (.1).	1.80	\$630.00
12/31/2023	RCG	Review Debtor's Application for Entry of Order Expanding the Scope of Employment of H2C Securities and proposed Order on same & supplemental declaration with enclosed engagement letter, and notes on same relative to Committee advisement (.5); Review Motion to Approve Compromise regarding repayment of sign-on bonuses, against original documents, proposal, and Settlement Agreement (.3); Review Court Order on Notice of Bar Date and Hearing on Debtor's Amended Application and applicable deadlines (.1).	0.90	\$315.00
Total Fees: 12/2023			18.10	\$6,335.00
1/2/2024	RCG	Review U.S. Trustee Objection to FTI Consulting Fee Application (second) (.2); Prepare correspondence to FTI on objection, and considerations relative to trustee objections and relief sought given local practice and procedure (.2); Review correspondences (2) of Andrew Sherman surrounding H2C application, expanded scope, and negotiation as between Altera given requirements on demand for assumption and administrative client.	0.60	\$210.00
1/3/2024	RCG	Review Withdrawal of Claim filed by Wendy Reed, relative to creditor waterfall; Review correspondence from Narendra Ganti, FTI Consulting, surrounding U.S. Trustee Objection and considerations on payment, and exchanges with Dan Simon & Roy Leaf, Debtor Counsel, on same.	0.40	\$140.00
1/4/2024	RCG	Phone call with Roy Leaf, Debtor Counsel, addressing Debtor's position on case, position surrounding objections, and next steps.	0.20	\$70.00
1/8/2024	RCG	Phone call with Andrew Sherman surrounding negotiation with Preston Hollow, strategy relative to ongoing negotiation of waterfall, considerations on witnesses and exhibits for January 22nd Hearing (.2); Prepare witness and exhibit list given considerations on evidentiary presentation and necessary rebuttal (.3).	0.50	\$175.00
1/8/2024	SMN	Prepare preliminary Witness & Exhibit List for hearing on 1/22/2024.	0.20	\$20.00
1/9/2024	RCG	Review Witness and Exhibit List filed by Debtors, against prior list relative to notes on hearing preparation (.3); Review court correspondence on Committee's Witness & Exhibit List (.1).	0.40	\$140.00
1/11/2024	RCG	Review Exhibit List filed by Bondholders, against prior exhibit list relative to changes and notes on same; Review correspondence from Andrew Sherman surrounding stipulation reached with Bondholders, and considerations relative to January 22nd Hearing on cash collateral, against matter set for hearing; Review correspondence from Megan Preusker surrounding confirmation on extension of challenge deadline, cash collateral hearing, expiring cash collateral budget, and review responsive correspondence of Nathan Coco addressing informal agreement and responsive correspondence of Roy Leaf, Debtor Counsel, addressing same (.2); Review enclosed cash collateral extension of amended stipulation & redline (.2); Phone call with Andrew	1.10	\$385.00

Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
 000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
 Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		Sherman on status of January 22nd hearing, negotiations with bondholders, negotiations with Altera, considerations on waterfall, and professional fees.		
1/12/2024	RCG	Review correspondence from Andrew Sherman addressing negotiations with Preston Hollow, challenge deadline, and proposed extension and amended stipulation agreement, noting applicable deadlines as against current court setting; Phone call with Andrew Sherman on proposed fee application and considerations on local practice; Review correspondence from Megan Preusker on proposed stipulation and responsive correspondence of client addressing coordination of extension on stipulation & court hearing deadlines.	0.60	\$210.00
1/13/2024	RCG	Review correspondence from Andrew Sherman addressing proposed revisions to Mercy cash collateral extension & enclosed documents; Review correspondences from client surrounding payment, resistance, and prepare responsive correspondence addressing same (.2); Prepare resistance to trustee's Motion to Dismiss, given information provided by client, and preparation of Motion to Continue Hearing (.6); Review correspondence from Roy Leaf, Debtor Counsel, addressing motion to compel, motion to shorten notice, and setting hearing on motion practice against Altera, and enclosed documents; Review Statement of Disinterestedness filed by Judith Dockendorf, Deloitte & Touche, and ordinary course description (.3); Review Notice of Revised Cure Costs with Respect to Potential Limited Assumed Contracts and attached documents (.2); Review Motion for Entry of Order Directing Distribution of Proceeds from sale of Debtor's assets to Bondholders (Exhibits) (.3); Review proposed Order on same relative to requested relief (.1).	1.50	\$525.00
1/15/2024	RCG	Review correspondence from Andrew Sherman on outstanding stipulation, and exchanges with Nathan Coco and Andrew Sherman addressing same; Review correspondence from Roy Leaf on potential for cash collateral hearing continuance, and exchange with Megan Proskeur addressing same; Review correspondence from Larry Eide, Counsel for Altera, on Resistance to Motion to Shorten Bar Date.	0.50	\$175.00
1/16/2024	RCG	Review correspondence from Roy Leaf, Debtor Counsel, on continuance relative to hearing on distribution; Review correspondence from Roy Leaf, Debtor Counsel, surrounding hearing on Motion to Shorten Bar Date, and enclosed Hearing Notice and hearing deadline; Participate in hearing on Motion to Shorten Bar Date.	0.90	\$315.00
1/17/2024	RCG	Review Ombudsman's Report addressing concern on Health Information Management (.1); Review Ombudsman's Application for Compensation (.1); Review Application to Employ HBM Management Associates by Official Committee of Pensioners, and prepare correspondence to client addressing objection and delegation of efforts given failure to file certain attendant documents (.3); Review Application for Compensation for H2C Securities, and Notice Setting Bar Date for Objections on same (.2); Review Notice Setting Bar Date for Objections surrounding compensation of Patient Care Ombudsman (.1); Review Notice of Altera Digital Health (.1); Review correspondence from Narendra Ganti on outstanding fee application, discussion with trustee, and prepare responsive correspondence addressing same; Phone call with Janet Reasoner, U.S. Trustee, addressing objection to FTI fees, and considerations on same (.1); Prepare correspondence to client on fee issue and next steps relative to additional communication (.1); Prepare correspondence to Claire Davison, U.S. Trustee Counsel, on objection to FTI fees.	1.40	\$490.00
1/18/2024	RCG	Review Notice of Hearing regarding cash collateral (.1); Review Notice of Hearing regarding authorization of distribution of proceeds from sale (.1); Review Withdrawal of Objection provided by Revology (.1); Note applicable deadlines given hearing dates and court requirements (N/C).	0.30	\$105.00
1/19/2024	RCG	Review correspondence of Andrew Sherman addressing sale closing issues, Altera considerations, and Constituent request, and responsive correspondence of Committee Member.	0.30	\$105.00
1/20/2024	RCG	Review Expedited Motions for Entry of Order, Expedited Motion to Continue Hearing, and attendant Orders (proposed) (667-670, and exhibits) (.4); Review Secured Bondholders Joinder to same (.1); Review Bondholders Joinder and Objection to Motion of Altera (.1); Review Court Order Setting Continuance, Motion for Hearing; review Court Order on Pro Hac Vice Admission (.2); Prepare updated outline of live matters for January 22, 2024 hearing (.2); Review Altera Motion to Assume, Debtor Objection, and notes on same relative to communications with Constituents & position of Committee for presentation at hearing (.6); Prepare correspondence to Andrew Sherman addressing Committee position given correspondence to Committee and exchanges therein (.1); Review correspondence from Roy Leaf, Debtor Counsel, surrounding proposed Orders in connection with motion to extend exclusivity and continuance of hearing and proposed	3.60	\$1,260.00

Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
 000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
 Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		Orders; Review Altera Digital Health reply and further support of motion to compel assumption of rejection of executory contract, and certain attendant authority cited therein relative to considerations on position of Debtor and hearing on Monday and attendant Exhibits A-K (1.6); Review staffing report of ToneyKorf Partners (.1).		
1/21/2024	RCG	Review Renewed Objection of Owens & Minor Distribution (.1); Review Order granting Altera Motion to Seal Exhibits (.1); Review Withdrawal of RMS Holdings Objection to Sale (.1); Review correspondence from Andrew Sherman surrounding negotiations with Debtor & Bondholders & Altera, and responsive correspondence of Constituent relative to settlement (.2); Review correspondence of Nathan Coco, bondholders given Constituent concerns (.1).	0.60	\$210.00
1/22/2024	RCG	Review correspondence from Andrew Sherman surrounding Committee position, and responsive correspondence addressing resolution, and recommendation relative to Committee presentation at the time of hearing and exchanges thereon with Constituents; Round trip travel to/from Cedar Rapids Federal Bankruptcy Courthouse for hearings on Motions to Extend Exclusivity, Motions to Assume and Assign, Motions to Set Final Cure Amount, Motion to Retain H2C & Altera Objections (4.8, billed at 2.4); Meet with Co-Counsel in advance of meeting on considerations relative to financial consultants, plan, waterfall, and evaluation of claims & delegation of efforts, and participate in hearing on behalf of Official Committee of Unsecured Creditors, and post-hearing consult with U.S. Trustee, and counsel for competing stakeholders (2.2).	4.90	\$1,715.00
1/23/2024	RCG	Review correspondence from H2C Securities surrounding proposed deal (Mercy medical equipment); Phone call with Andrew Sherman on communications post-hearing and next steps relative to coordination with parties and stakeholders on plan production (.1); Review correspondences (2) from Andrew Sherman surrounding action items and requirements (.2); Phone call with Andrew Sherman on next steps given requirements (.1); Prepare correspondence to Andrew Sherman on strategy surrounding plan & Committee considerations (.2); Prepare correspondence to Paula Roby, Counsel for Pensioners, on FRE408 meet and confer (.1).	0.80	\$280.00
1/24/2024	RCG	Review correspondence from Andrew Sherman on FTI counter-proposal to Bondholders, and exchanges with Constituents on same (.3); Review enclosed plan settlement proposal & analysis of sale proceeds, and notes on potential waterfall (.4); Review correspondence from Roy Leaf, Debtor Counsel, with enclosed proposed Orders surrounding H2C, 9019(b) settlement, Altera, exclusivity motion, and EverBank motion and enclosed documents; Review correspondence from Narendra Ganti, FTI Consulting, on communication with U.S. Trustee, and prepare responsive correspondence on communication and next steps (.2); Review correspondence from Claire Davison, U.S. Trustee, on position relative to fee objection and split (.1).	1.70	\$595.00
1/25/2024	RCG	Participate in Constituent phone call relative to considerations on counter-proposals, term sheet, and path forward with review of waterfall.	0.70	\$245.00
1/26/2024	RCG	Review correspondence from Emily Keil, Debtor Counsel, on Debtor's Motion to Set Administrative Claims Bar Date (.1); Review draft production of Administrative Claim Instructions, Motion, Proposed Order & Administrative Claim Form (.4); Review correspondence from Andrew Sherman surrounding Committee's proposal for economics of a consensual chapter 11 plan, and enclosed FRE 408 settlement production; On review of correspondence from Andrew Sherman, phone call addressing plan considerations, outstanding negotiations, Pensioner Committee, and considerations relative to D&O Policy and Iowa Law thereon.	0.90	\$315.00
1/28/2024	RCG	Review correspondence from Roy Leaf, Debtor Counsel, surrounding Motion to Set Administrative Deadline.	0.10	\$35.00
1/29/2024	RCG	Review correspondence from Michael Savetsky surrounding post-comments on Motion, Order, and claim form and enclosed redline documents; Review correspondence from Megan Preusker, Bondholder Counsel, on carve out for diminution in value, and exchanges thereto by various stakeholders.	0.50	\$175.00
1/30/2024	RCG	Review correspondence of Roy Leaf, Debtor Counsel, on revised versions of various motions, and enclosed redline copies of Administrative Claims Bar Date Order, and Administrative Claims Bar Date Motion; Review correspondence from Roy Leaf, Debtor Counsel, surrounding additional amendments, and enclosed redline.	0.40	\$140.00
1/31/2024	RCG	Review Debtor's Motion for Entry of Order Establishing Administrative Claims Bar Date, and proposed Order (.2); Review Expedited Motion to Shorten Setting Bar Date and proposed Order (.1).	0.30	\$105.00

Document Page 11 of 16
Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
Total Fees: 01/2024			23.40	\$8,140.00
2/2/2024	RCG	Review Notice of Sale Closing filed by Debtor (.1); Review Notice of Hearing on Cash Collateral Motions (.2); Review correspondence from Greg Kopacz surrounding proposed monthly fee application and enclosed documents and amend same to conform with Local Rule requirements (.4); Review correspondence from Narendra Ganti, FTI Consulting, on communications with U.S. Trustee relative to objection to fee application, and prepare responsive correspondence on communications and options relative to moving forward (.3).	1.00	\$350.00
2/3/2024	RCG	Review McKesson Corporation's Motion for Relief from Stay and Directing Distribution of Proceeds, and enclosed exhibits (.2); Review proposed Order addressing same (.1); Review Notice of Hearing on McKesson's Motion (.1); Review Mercy's Motion for Entry of Order authorizing the sale of interest in joint venture free and clear, and Exhibits B & C (.4); Review proposed Order and Notice of Hearing (.2); Review Final Order on Cash Management System bank accounts, purchasing card program (.1); Review Order Approving Third Monthly Application for Patient Care Ombudsman (.1).	1.20	\$420.00
2/5/2024	RCG	Review Court Docket for February 22, 2024 relative to consideration on exhibits (.3); Phone call to Roy Leaf, Debtor Counsel, on likelihood of matters moving forward (.1); Exchanges with Greg Kopacz, Committee Counsel, on considerations relative to fee application and quarterly true up (.2); Prepare correspondence to Claire Davison, U.S. Trustee, on proposed considerations on Consent Order for FTI (.2); Prepare correspondence to Narendra Ganti, FTI, and communications with U.S. Trustee (.1).	0.90	\$315.00
2/6/2024	RCG	Review Application for Compensation of Nyemaster Law Firm, and bar date on same (.2); Review Application to Employ CBRE and hearing setting objection deadlines on same (.3); Review correspondence from Andrew Sherman addressing outstanding settlement proposal, and Cash Collateral Hearing, and responsive correspondence of Nathan Coco, addressing same.	0.70	\$245.00
2/7/2024	RCG	Review correspondence from Andrew Sherman on communications with Debtor, and prepare responsive correspondence on his questions surrounding outreach with Pensioners; Phone call with Andrew Sherman addressing negotiations with bondholders, considerations on Pension Committee negotiation, and question surrounding D&O policy research delegation (.2); Phone call to Paula Roby, Counsel for Mercy Pensioners, and prepare correspondence surrounding negotiation with Pension Committee (.2); Phone call from Andrew Sherman addressing February 22 time slot, and position surrounding objection deadline on distribution motion (.1); Prepare correspondence to Andrew Sherman and Boris Mankovetskiy surrounding February 22nd Docket, court production, and considerations on witness and exhibits (.2).	0.90	\$315.00
2/8/2024	RCG	Phone conference with Paula Roby, Counsel for Pensioners, Andrew Sherman & Boris Mankovetskiy, OCUC Counsel, surrounding Pensioner Committee intersection with Creditor Committee, and strategies moving forward (.5); Phone call to Andrew Sherman surrounding specific requirements of Creditor's Committee, and production of information of Pensioners Committee as soon as possible (.2); Prepare correspondence to Paula Roby addressing Creditor Committee production and understanding from call, against notes on call (.2); Phone call from Paula Roby, Counsel for Pensioners, surrounding information production and next steps (.1); Review correspondence from Greg Kopacz, Committee Counsel, relative to fee applications for November and December and enclosed applications, and amend to conform with Local Rule requirements & In Re Pothoven for November and December (.6).	1.60	\$560.00
2/9/2024	RCG	Review correspondence from Andrew Sherman addressing extension on challenge deadlines (.1); Prepare witness & exhibit list for hearing on February 22, 2024 given understood issues (.4); Prepare correspondence to Andrew Sherman on proposed witness & exhibit list (.1); Review declarations of Nyemaster & McDermott surrounding positions on disinterestedness and declarations on same (.2); Review application for compensation of Patient Care Ombudsman, and notice setting bar date for applicable deadlines (.2); Review final application of Patient Care Ombudsman, and notice setting bar date for objections (.2); Review correspondence of Megan Preusker, Counsel for Bondholders, on position surrounding challenged eight, discovery stand still and objection deadline, and enclosed proposed stipulation, and exchanges with Andrew Sherman addressing same.	1.50	\$525.00
2/9/2024	VT	Research Iowa authority regarding duties owed to a non-profit by its board of directors and	3.00	\$600.00

Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
 000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
 Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		officers; research Iowa authority regarding legal standard to use against non-profit board of directors and officers for breach of duty, negligence, and gross negligence.		
2/10/2024	RCG	Review exhibit list filed by Debtor, and attendant exhibits relative to impact on Committee production via reference to Docket Nos. 27, 713 (.4); Review exhibit list submitted by Bondholders (reservation list) (.1); Review court correspondence on fourth and fifth Applications for Compensation, of Sills Cummis & Gross and notice of bar date on same (.2); Review court correspondence on exhibit list pleased by Committee (.1).	0.80	\$280.00
2/11/2024	RCG	Review correspondence from Andrew Sherman on on-going negotiations with Debtor & Pension & Preston Hollow, considerations on applicable deadlines and required filings and enclosed document.	0.30	\$105.00
2/12/2024	RCG	Review correspondence from Andrew Sherman, addressing Pensioner requests and turnover of documentation; Review preliminary research relative to D&O Liability Memorandum, and against same, shepardize Iowa Code Sections 504.832, 831 & case authority related to Director protections, and update legal evaluation and identify additional informational needs (1.2); Review correspondence from Andrew Sherman addressing challenge period, deadlines for negotiations with Preston Hollow and draft complaint (.2); Prepare redline changes to lien challenge & affirmative claims complaint (.7); Prepare correspondence to Andrew Sherman and Boris Mankovetskiy addressing: redline complaint, and evaluation of potential D&O claims given Iowa Code Section 504 & case authority requirements, and enclosed redline changes & legal authority (.2); Review correspondence from Roy Leaf, Debtor Counsel, on proposed Order on administrative claims and enclosed documents.	2.70	\$945.00
2/13/2024	RCG	Review Notice of February 22, 2024 Hearing on Exclusivity Motion (.1); Review Proceeding Memo and Order regarding administrative claims bar date (.1); Review court Order establishing administrative claims bar date and approving for manner and sufficiency of Notice and incorporated form (.2); Review correspondence from Andrew Sherman on discovery standstill & production of information; Review correspondence from Andrew Sherman addressing communications with Pension Committee, and authority relative to Committee position (.1); Shepardize authority relative to plan treatment and notes on same (.4).	1.00	\$350.00
2/14/2024	RCG	Review correspondence from Constituents surrounding Adversary Complaint, considerations on preliminary injunction, and responsive correspondence of Andrew Sherman on same (.2); Review correspondence of Andrew Sherman addressing negotiation with Preston Hollow, extension on challenge deadline, and responsive correspondence of Nathan Coco, Counsel for Preston Hollow, addressing same (.2); Review correspondence from Andrew Sherman on proposed stipulation with Preston Hollow, and considerations on coordination and exchanges thereon relative to ultimate hearing; Review correspondence from Andrew Sherman on competing plans and requirements of Committee (.1); Review correspondence of Megan Preusker addressing court reconvene and position on stipulation and exchange with Andrew Sherman (.2); Review correspondence from Narendra Ganti, FTI, on financial advisor conference relative to term sheet.	1.10	\$385.00
2/15/2024	RCG	Review correspondence from Andrew Sherman addressing plan negotiation, and exchanges with Daniel Simon, Debtor's Counsel, on same (.3); Review correspondence from Narendra Ganti, FTI, on compromise with trustee and prepare responsive correspondence with draft order (.2); Prepare draft order relative to U.S. Trustee's Objection and Release of FTI funds (.3); Participate in plan terms negotiation conference with Dan Simon & Felicia Pearlman, Debtor Counsel, Nathan Coco & Megan Preusker, Counsel for Preston Hollow.	1.70	\$595.00
2/16/2024	RCG	On review of notes from discussion related to potential term sheet, prepare correspondence to Andrew Sherman and Boris Mankovetskiy addressing negotiation points, UCC entitlement relative to economic stakeholder positions, and considerations relative to administration given previous research on potential claims.	0.30	\$105.00
2/17/2024	RCG	Review correspondence from Roy Leaf, Debtor Counsel, surrounding position of Debtors on payment of administrative costs surrounding workers' compensation trust, and enclosed proposed Motion & Order.	0.20	\$70.00
2/18/2024	RCG	Review Notice of Deadline for administrative claims.	0.10	\$35.00
2/19/2024	RCG	Review correspondence from Kristina Stanger, Debtor Counsel, on revised Motion and Orders (.1); Review correspondence from Megan Preusker, Counsel for Preston Hollow, on considerations relative to challenged deadline and final hearing and enclosed proposed stipulation	1.30	\$455.00

Document Page 13 of 16
Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		and agreement regarding cash collateral (.2); Review correspondence from Andrew Sherman addressing proposed stipulation; Review correspondence from Andrew Sherman relative to fee issues for Sills Cummis & Gross and responsive correspondence of Claire Davison, U.S. Trustee, addressing same; Prepare draft Order on Compromise relative to FTI payment and Fee Application (.5); Review correspondence from Narendra Ganti, FTI, on outstanding Order, and prepare responsive correspondence with draft Order, and exchanges thereon for production to U.S. Trustee (.2).		
2/20/2024	RCG	Review correspondence from Narendra Ganti, FTI, on proposed amendments to Consent Order, and incorporate same and prepare correspondence to Claire Davison, U.S. Trustee, on proposed Consent Order and procedure for submission; Review Application for Compensation of H2C Securities and Notice setting applicable bar date deadlines (.2); Review Notice of proposed Agreed Order Resolving McKesson Distribution Motion, and Agreed (Consented) proposed Order (.2); Review Motion for Entry of Order regarding Workers' Compensation payments, and enclosed exhibits (trust) & proposed Order, and Notice Setting Bar Date on same (.3); Review correspondence from Megan Preusker, Counsel for Bondholders, on Mercy cash collateral extension, second amended stipulation, and enclosed document, and responsive correspondence of Roy Leaf, Debtor Counsel, addressing same.	1.20	\$420.00
2/21/2024	RCG	Review Court Order Granting in part FTI Consulting Third Fee Application, and prepare correspondence to FTI addressing same (.2); Review ToneyKorf Partners staffing report for January 2024 (.1); Review Notice of Continuation of Hearing on Final Cash Collateral Order, against prior draft circulated given representations of Kristina Stanger, Debtor Counsel (.2); Review correspondence from Andrew Sherman surrounding considerations on Debtor's proposed plan, negotiations with Bondholders; Review correspondence from Dan Simon, Debtor Counsel, on position surrounding production of plan, negotiation and exchanges with Andrew Sherman throughout day on same (.2); Review correspondence from Andrew Sherman surrounding production of privileged information & negotiation with Bondholders and exchanges thereon (.2); Review correspondence from Andrew Sherman on proposed Committee plan settlement term sheet, and analysis of sales proceeds, and enclosed documents with notes addressing same.	1.50	\$525.00
2/22/2024	RCG	Review correspondence from Andrew Sherman surrounding negotiation with Bondholders, issues with Debtor, production of information, and responsive correspondence of Constituents surrounding engagement with Bondholders; Review Motion to Continue, and Order Continuing Hearing to March 27, 2024 (.2); Review Monthly Operating Report issued by Debtor, against prior reports relative to free cash & potential against plan term sheets being circulated, with notes on same (.4); Use of support document to Motion to Sell JV and enclosed Purchase Agreement (.2); Phone call with Andrew Sherman on competing plan, Pension Committee and considerations on treatment.	1.20	\$420.00
2/23/2024	RCG	Review correspondence from Claire Davison, U.S. Trustee Counsel, on proposed Orders and exchanges with Andrew Sherman and enclosed Orders relative to fee applications.	0.20	\$70.00
2/24/2024	RCG	Review correspondence of Roy Leaf on draft orders on rejection of Steindler Contract, and proposed Order (.2); Review correspondence from Roy Leaf on Motion to shorten objection time on disclosure statement, and proposed Order (.2); Review correspondences from Andrew Sherman addressing proposed Order on DS, and position of Committee (.2); Review correspondences of Dan Simon and Roy Leaf regarding Disclosure Statement Hearing and draft Motion, and exchanges thereon (.3).	0.90	\$315.00
2/25/2024	RCG	Review correspondence of Andrew Sherman addressing revised redline order, and enclosed order, and exchanges with Roy Leaf on same (.2); Review Combined Plan & Disclosure Statement filed on the docket (Dkt #760) and notes on same re: OUCC placement, structure (waterfall), issues on timing, points of negotiation, and questions for FA & Pension Committee (2.7).	2.90	\$1,015.00
2/26/2024	RCG	Review correspondence from Andrew Sherman on Debtor's filed plan of liquidation and proposed revisions relative to Order on Motion to Shorten Deadline and enclosed document; Participate in phone conference with Paula Roby, Pensioners Committee, and Andrew Sherman addressing Debtor's plan, Pensioner Committee interest, and negotiation relative to dual trusts (.6); Phone call with Andrew Sherman surrounding: potential for mediation, Judge Collins position on Disclosure Statement, and timing considerations prior to large administrative expense burn (.3); Participate in	1.60	\$560.00

Document Page 14 of 16
Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
		phone conference with Constituents on strategy relative to mediation potential, considerations on negotiations, and potential waterfall and analysis therein.		
2/28/2024	RCG	Review correspondence from Andrew Sherman surrounding proposed communication to stakeholders on deficiencies and plan, and review applicable case citations (.4); Review proposed request for status conference (.1); Review Committee responses relative to production (.1); Prepare correspondence to Andrew Sherman addressing local practice, requests of the court, and requirements relative to filing (.2); Review correspondence from Roy Leaf, Debtor Counsel, addressing proposed Order and enclosed production; Review correspondence from Andrew Sherman on revisions to Request for Status Conference, review redline, and prepare responsive correspondence on proposed Order and communications with Chambers; Prepare correspondence to Andrew Sherman addressing considerations on Motion, exchanges thereon and amend Motion for filing; Review correspondence of Andrew Sherman addressing Constituents relative to concerns on plan (.1); Review correspondence of Andrew Sherman to Paula Roby, Counsel for Pensioners, addressing communications and concerns (.1).	1.80	\$630.00
2/29/2024	RCG	Review Notice of Hearing regarding Disclosure Statement (.1); Review court correspondence on Request for Telephonic Status Conference (.1); Review Proceeding Memo on Motion to Assume and Reject Executory Contract (.1); Review Order Authorizing Rejection of Executory Contracts (.1); Review Order Approving Sale Mercy Services Iowa City 25% interest in Progressive Rehabilitation and Associates (.3); Review Court Order Authorizing Employment and Retention of CBRE (.2); Review Order Expanding Scope of Retention of EPIQ (.1); Review Agreed Orders on Fourth and Fifth Applications of Compensation for Sills Cummis & Gross (.2); Review Court Order Approving Reimbursement and Compensation for Patient Care Ombudsman (.1); Phone call to Chambers surrounding hearing (.1); Prepare proposed Order and correspondence to parties in interest on same (.3); Phone call with Paula Roby, Counsel for Pensioners, on: request for status conference, potential on mediation, considerations relative to plan treatment, and costs surrounding mediation; Review correspondence from Roy Leaf, Debtor Counsel, on proposed Order; Review correspondence from Andrew Sherman surrounding meet & confer relative to position on mediation (.1); Phone conference with Andrew Sherman addressing: presentation to court on Motion for Mediation, considerations relative to various stakeholders, communications with Constituents, and Pensioners (.4).	2.70	\$945.00
Total Fees: 02/2024			34.30	\$11,555.00
3/2/2024	RCG	Review Second Motion to Reject Contracts filed by Debtor, and enclosed proposed Order and Identification of Rejected Contracts & Rejection Notice (.3); Review Notice of Hearing regarding Motion to Reject Contracts and applicable deadlines (.1); Review Third Motion to Reject Certain Unexpired Executory Contracts and Leases, proposed Order, rejected contracts, and Rejection Notice (.3); Review Notice of Hearing on Motion for Entry of Order Authorizing Rejection (.1); Review Court Order Setting Telephonic Status Conference (.1); Review Fourth Motion to Reject Lease on Expired Executory Contracts, proposed Order and rejected contracts, Rejection Notice, against Third Motion (.3); Review Notice of Hearing regarding Motion to Reject (.1); Review Fifth Motion to Reject Leases or Executory Contracts and attendant exhibits, Sixth Motion to Reject Lease with Contracts and exhibits, Seventh Motion, applicable Notice, Eighth Motion and exhibits and Ninth Motion and exhibits, with notes on same relative to Constituents.	2.00	\$700.00
3/3/2024	RCG	Review Debtor's Motion for Entry of Order Approving Disclosure Statement, Scheduling Hearing, and Requested Relief (27 pages) (.4); Review proposed Solicitation Procedures Order (135 pages) and notes on same (1.7).	2.10	\$735.00
3/4/2024	RCG	Review Motion of Iowa City Ambulatory Surgical Center for Relief from Stay (Joint Venture Partner), and Court Order Setting Bar Date for Objections (.2); Review Court Order Granting Final Fee Application of Patient Care Ombudsman (.1); Review Debtor's Second Motion for Entry of Order Extending Exclusivity Period (.2); Review proposed Order and Notice (.2); Participate in phone conference with Dan Simon and Roy Leaf, Debtor Counsel, Paula Roby, Counsel for Pensioners, and Nathan Coco, Counsel for Bondholders, on considerations relative to request for third party neutral, and negotiation on resolution (.4); Prepare correspondence to Andrew Sherman on presentation to court for status hearing, and phone call on same (.3).	1.40	\$490.00
Total Fees: 03/2024			5.50	\$1,925.00

Statement of Account

MERCY Mercy Hospital, Iowa City, Iowa, et al
 000001 Mercy Hospital, Iowa City, Iowa, et al

11/01/2023 - 03/04/2024
 Time & Rate: Bill Value

Fees

Date	ID	Description	Time	Bill Amount
Total Fees:			111.10	\$38,385.00

Costs and Expenses

Date	Description	Orig Expense	Orig Cost	Bill Amount
11/20/2023	Travel to and From Hearing in Cedar Rapids, IA		\$176.85	\$176.85
11/30/2023	Miscellaneous Expense- Parking		\$1.50	\$1.50
Total Costs/Expenses: 11/2023		\$0.00	\$178.35	\$178.35
01/31/2024	Travel to and from hearing in Cedar Rapids 1/22/24		\$182.24	\$182.24
Total Costs/Expenses: 01/2024		\$0.00	\$182.24	\$182.24
02/08/2024	Miscellaneous Expense- Parking		\$3.75	\$3.75
Total Costs/Expenses: 02/2024		\$0.00	\$3.75	\$3.75
Total Costs/Expenses:		\$0.00	\$364.34	\$364.34

Other Accounting

Date	Description	Amount
12/13/2023	Trust Applied as Payment	\$23,064.79

EXHIBIT "B"
DECLARATION BY CO-COUNSEL FOR OFFICIAL COMMITTEE

I, Robert C. Gainer, declare as follows:

1. The matters stated in this Declaration are true and correct and within my own personal knowledge and belief. If called as a witness, I could and would competently testify hereto.
2. I am an attorney licensed to practice law before this Court and am the duly employed co-counsel for the Official Committee. I am duly admitted to practice law in the courts of the states of Iowa, Virginia, and in the United States District Courts for the Northern and Southern Districts of Iowa.
3. I have personal knowledge of the facts set forth in the foregoing First Interim Application for Allowance Compensation and, if called upon as a witness, I could and would competently testify as to all of the matters stated therein.
4. All services rendered as associate counsel for the Official Committee for which compensation is sought were actual and necessary for the advancement of the Client's interest.

I declare under penalty of perjury under the laws of the United States, and the laws of the State of Iowa, that the foregoing is true and correct and is executed this 6th day of March, 2024 in Des Moines, Iowa.

/s/ Robert C. Gainer
Robert C. Gainer